EXHIBIT 1

Memorial Hospital Lafayette County 'MHLC' September 19 2013 MHLC Conference Room Minutes from Monthly MHLC Committee Meeting

Present: MHLC Chairperson Bill Moody- County Supervisors Bob Boyle, Wayne Wilson, Ron Niemann, Connie Hull, Medical Director Matt Solverson; CEO Julie Chikowski; Director of Finance Johnson Barb Johnson; DON Kathy Ruef; Accounts Manager Deb Krahenbuhl, County Finance Director Nicola Maurer.

I. Call to Order

Chair Moody called the meeting to order at 6:04 pm.

II. Posting

Chair Moody asked if the meeting had been properly posted. Ms. Chikowski reported that the meeting had been posted with notices at the Hospital, Health Department, Court House, County Website, and sent to the local Media. Chair Moody declared the meeting to be legal.

III. Approval of Agenda - Discussion and possible action requested

Chair Moody presented the agenda and inquired if there were any changes. Mr. Boyle made a motion, seconded by Mr. Wilson to approve the agenda as presented. Voice Vote, Motion passed unanimously.

IV. Minutes – Discussion and possible action requested

Mr. Niemann made a motion, seconded by Mr. Boyle to approve minutes from the Aug 14, 2013 Memorial Hospital of Lafayette County Hospital board meeting as presented. Voice Vote, motion passed unanimously.

V. Financial Report: No Report

Budget discussion:

Nicola Maurer, County Finance Director is here this evening to clarify what was discussed at the County Board meeting regarding the hospital attaching it's depreciation to the County's. Ms. Chikowski asked what the ramifications would be if we were to attach to the depreciation of Lafayette County. Ms. Maurer gave an explanation of what depreciation is - depreciation is a way to allocate the costs of fixed assets over the period in which the asset is useable to the business - it is looked at as an expense. It is not a lump sum of money that is just sitting there that can be used. If it were used it would reduce the Net Position of the hospital Capital Purchases. Can this be reduced? This affects Net Cash position - discussion continues. Dr. Solverson expressed his concerns that all of our competitors are expanding – we are trying to get our Outpatient Expansion Project going as well. If you take away our financial stability at this point it is a risk as well as with the Obama Care cuts and the uncertainty with Medicaid/Medicare reimbursement, we need to have a stronger balance sheet for the hospital. Mr. Wilson said that it was suggested that the hospital not use some of this for their Capital Purchases and give more money to the county to balance the budget. Ms. Chikowski said we are close to signing an orthopaedic surgeon - we may have to rework the budget if we sign a contract with this surgeon. She said that we have to get current because we are not current. With all of these changes we could potentially double our revenue or more. Ms. Hull: There was a directive to put wage increases in the budget & now finance has asked departments to take it back out of the budget. Mr. Wilson recommended that they take some time to think about it and then

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come back to the next meeting with their thoughts. Adding ICD 10 – need to pay our coders – they are very low – we need to pay these people to be able to retain them. The manager's raises that went to county board are actually going to save money in the long run. Ms. Chikowski said it is on the agenda for the finance meeting.

- 2. Health Exchange Ms. Chikowski:
 - This is a huge mess we have no brokers in Lafayette County to sign up people for the insurance exchange. Letters are going out to existing Badger Care patients October 1, 2013 and we will get a list of these people and be able to reach out to them to help them sign up. We have the Library, UW-Extension, Family Health, Insurance Agents, and Health Dept. & Hospital to help with this. We put together a group of stakeholders and are meeting with them periodically. Human Services are taking care of their current clients and do not have staffing to assist with clients that need to enroll in the insurance exchange. We need to help these people so they are not coming later to our ER and we will be eating the cost. We may need to develop some protocols to see what is and is not an emergency because our ER cannot turn into a primary care clinic. The deadline for sign up for this go around is March 31, however they have to be signed up by December 15 in order to be eligible to receive benefits in January 2014 there is no backdating. General discussion continued.
 - Mr. Boyle: Wanted to put this on the agenda for the next meeting but, he said that across different counties throughout the state they are looking at the possibility of accepting Medicaid money – Federal dollars even though our state legislature voted no. We have to look at the financial interest of our county. Wisconsin Counties Association is voting on it this is week. The WHA is backing this as well. Ms. Chikowski said that yes they are and basically they are saying that we would like to accept the Federal dollars associated with Medicaid even though the state of Wisconsin said no. Iowa County voted to accept Medicaid dollars 13 - 7. In Lafayette County it showed that 376 county residents will be removed from the Badger State Program. An estimated 536 uninsured Lafayette County residents will not have access to Badger Care. Movement picking up throughout the state. We need to take a look at it anyway - Mr. Boyle proposes to draft a resolution to accept Medicaid money. Everyone is entitled to their own opinion politically but would like to bring to full county board and have speakers to represent both sides of the issue and to inform all members. This would benefit us and over 900 people in Lafayette County – it is a political issue that needs more discussion. Mr. Wilson will bring back information after the Wisconsin Counties Association meeting. This item will be put on the agenda for the next meeting.

VI. Personnel – discussion and possible action requested.

- 1. Staff Updates:
 - Lynda Smith from lab is retiring looking at the current PRN staff that is already
 working and will hire one of them. Kathy Roelli will be retiring next spring. We will
 have a trained PRN staff that we can potentially move into that position for a smooth
 transition.
 - Introduced Barb Johnson, the new director of finance.

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- Matt McGowan is our new pharmacist in training. He will be here for 1 − 2 weeks before Jim Lubinski retires.
- Angela Turpin is our new HIM (Medical Records) Manager. She started last week.
- Administrative Salaries:

Discussion if committee members change their thoughts about issues after they have passed them - Julie requests to be notified prior to full county board so she can have a chance be prepared to answer questions or concerns – Julie & MHLC need committee support and be able to trust board.

VII. Medical Staff Report – Discussion and possible action

- Appointments: Motion to approve appointments of the following by Mr. Niemann, seconded by Mr. Boyle. Voice Vote Motion Passed.
 - Melvin Hayden, CRNA
 - Ryan McClendon, CRNA
 - Robert Redfield, ER Physician
 - David Danielson, ER Physician
 - Vyduna Tumas, ER Physician
- 2. Family Health is going live on Sept. 30 with Electronic Health Record system.

VIII. Management Report – discussion and possible action

- 1. New Business:
 - a. IT Request:
 - None
 - Looking for changes to the IT Committee Bringing to the full county board next month. Brief discussion continued.
 - b. Diversion beds Human Services:
 - We previously looked at developing diversion beds in hospitals. The locked unit tied to expansion – died. Diversion beds – Observed overnight – Private home contracts by Human Services to divert patients there rather than the hospital.
 We are working on getting an outpatient clinic setting – psychiatrist Dr. Norton to do med management and psychiatric interventions with outpatient.
 - c. Replacement of Time Clock:
 - We have a broken time clock at the hospital and are currently using a loaner. It
 will cost \$2,000 for a PC time clock & \$1,000 for a punch clock. Cost includes
 transition to PC time clock software & licensing, costs. After a brief discussion
 a motion was made by Mr. Niemann, seconded by Mr. Boyle to go with the PC
 time clock, Voice Vote Motion Passed.

2. Old Business:

- a. Generator: We have a contract with CSS signed with a down payment and it will be installed prior to winter. We will contact Wisconsin Surplus.com to resell the old generator.
- b. Dept. Moves Update: Moving the Business Office to the Manor starting tomorrow Beginning with Deb Krahenbuhl goal is to finish move by 10/15/13. We will then start

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Minutes from Monthly MHLC Committee Meeting the renovation to move HIM (Medical Records) to the Business Office. This is going smoothly.

- c. OB Recruitment:
 - Working with Platteville in sharing the OB/GYN that they recently hired. Ms.
 Chikowski expressed interest in as much time as they could give us. They have
 2 new General Surgeons also that we would like to grow and wanted to work
 with us but with our 2 General Surgeons, Dr. Schmus & Dr. Dachman our
 numbers are already growing nicely.
 - We are collaborating with Family Health on a creative model to include working shifts in ER.
 - We are meeting with the orthopedic surgeon to sign a contract tomorrow.
 - Met with the CEO in Platteville last week conversations went well Met with Meriter – discussions on beginning a dermatology clinic.
- d. Therapy Dept: Numbers are up in therapy we are changing the RT schedule to get increased time in the hospital beginning 10/1 7:00 a.m. 10:30 a.m. week days and 7:00 a.m. 3:30 p.m. on Sat/Sun.
- e. Pharmacy Update: We hired Matt McGowan and Jim Lubinski will be retiring as of Sept 30.

IX. Other Business:

- Update of Critical Access Hospital Status:
 MHLC has rural hospital designation based on our population and the services available.
 We are safe and off the list. There was a big outcry to save all CAH's because of the services they provide to rural communities.
- X. Audit of Bills The bills were presented for approval. Mr. Niemann made a motion and seconded by Dr. Solverson to approve the Audit of Bills as presented. General Discussion Voice Vote Motion Passed Unanimously. Mr. Niemann also motioned that only the Chair sign, seconded by Dr. Solverson, Voice vote Motion Passed Unanimously.
- **XI. Next Meeting** Chair Moody set the next meeting date.

Next Hospital Board Meeting set for October 22 2013 at 10:00 am MHLC Conference Room

XII. Adjournment – Mr. Wilson made a motion and seconded by Mr. Niemann to adjourn the meeting at approximately 7:20 pm. Voice Vote Motion Passed Unanimously.

Focus Statement

"Caring...Quality...Life...We take it Personally."